

ANNOUNCEMENT BY
BOARD OF GOVERNORS
OF THE
FEDERAL RESERVE SYSTEM
H.2, 1984 No. 3

Actions of the Board; Applications and Reports

Received During the Week Ending January 21, 1984

APPLICABLE
RESERVE BANK

ACTIONS OF THE BOARD

The Federal Reserve published for public comment, a proposed revision to the fee structure for the Federal Reserve's wire transfer of funds service (Docket No. R-0504 and R-0505)

Boston	Bank of New England - North Shore, Gloucester, Massachusetts, an investment in bank premises. <u>1/</u>
Philadelphia	Greencastle Interim National Bank, Greencastle, Pennsylvania, proposal to merge with The First National Bank of Greencastle, Greencastle, Pennsylvania, under the charter of the former and with the title of the latter; report to the Comptroller of the Currency on competitive factors. <u>1/</u>
Philadelphia	Deposit Bank, DuBois, Pennsylvania, proposal to merge with Interim Deposit Bank, DuBois, Pennsylvania, under the charter of the latter and with the title of the former; report to the Federal Deposit Insurance Corporation on competitive factors. <u>1/</u>
Richmond	Farmers and Merchants National Bank of Stanley, Stanley, Virginia, proposed merger with Stanley National Bank, Stanley, Virginia, a proposed new bank; report to the Comptroller of the Currency on competitive factors. <u>1/</u>
Richmond	First Citizens Bancorporation of South Carolina, Inc., Columbia, South Carolina, extension of time to April 21, 1984, within which to acquire up to 35 percent of the voting shares of Rock Hill National Bank, Rock Hill, South Carolina. <u>1/</u>
Richmond	Flat Top Bankshares, Inc., Bluefield, West Virginia, extension of time to May 1, 1984, within which to acquire Peoples Bank of Bluewell, Bluewell, West Virginia. <u>1/</u>

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

- Atlanta Sun Banks of Florida, Inc., Orlando, Florida, extension of time to February 7, 1985, within which to open its Gunn Highway office. 1/
- Atlanta Peoples Bankshares Incorporated, Eatonton, Georgia, extension of time to May 18, 1984, within which to become a bank holding company through the acquisition of the Peoples Bank, Eatonton, Georgia. 1/
- Atlanta Progressive Bancorporation, Inc., Houma, Louisiana, extension of time to March 14, 1984, within which to become a bank holding company through the acquisition of Progressive Bancshares Corporation, Houma, Louisiana, and the indirect acquisition of Progressive Bank and Trust Company, Houma, Louisiana. 1/
- Atlanta Columbiana Bancshares, Inc., Columbiana, Alabama, extension of time to April 18, 1984, within which to become a bank holding company through the acquisition of First National Bank of Columbiana, Columbiana, Alabama. 1/
- Chicago Galesburg National Bank, Galesburg, Illinois, proposal to merge with First Galesburg National Bank and Trust Company, Galesburg, Illinois, under the charter of Galesburg National Bank and title of First Galesburg National Bank and Trust Company; report to the Comptroller of the Currency on competitive factors. 1/
- Chicago Genoa Bancshares, Inc., Genoa, Illinois, extension of time to March 14, 1984, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to Genoa State Bank, Genoa, Illinois. 1/
- Chicago Greater Columbia Bancshares, Inc., Portage, Wisconsin, extension of time to March 12, 1984, within which to become a bank holding company through the acquisition of 80 percent or more of the voting shares of The First National Bank of Portage, Portage, Wisconsin. 1/
- Chicago University Bancshares, Inc., Milwaukee, Wisconsin, extension of time to April 18, 1984, within which to become a bank holding company through the acquisition of 80 percent or more of the voting shares of University National Bank, Milwaukee, Wisconsin. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

- Chicago Lowell National Bancorp, Lowell, Indiana, extension of time to May 23, 1984, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to Lowell National Bank, Lowell, Indiana. 1/
- Chicago Farmers Bancorp, Frankfort, Indiana, extension of time to February 19, 1984, within which to become a bank holding company through the acquisition of 100 percent of the voting shares of the successor by merger to The Farmers Bank, Frankfort, Indiana. 1/
- St. Louis Union Planters National Bank of Memphis, Memphis, Tennessee, proposal to merge with Union Planters Bank of Nashville, Nashville, Tennessee; report to the Comptroller of the Currency on competitive factors. 1/
- St. Louis First Bancorp of Springfield, Inc., Springfield, Kentucky, extension of time to February 23, 1984, within which to become a bank holding company through the acquisition of First & Peoples Bank, Springfield, Kentucky. 1/
- St. Louis Planters Bank & Trust Company, Hopkinsville, Kentucky, extension of time to May 15, 1984, within which to merge with the Big Friendly Bank Corporation, Hopkinsville, Kentucky. 1/
- Kansas City Bank of Versailles, Versailles, Missouri, an investment in bank premises. 1/
- Kansas City Farmers and Merchants Bank, Milford, Nebraska, proposed merger with Cordova Corporation Credit Association, Cordova, Nebraska; report to the Federal Deposit Insurance Corporation on competitive factors. 1/
- Dallas Gaines Bancshares, Inc., Seminole, Texas, extension of time to April 8, 1984, within which to acquire First National Bank, Seminole, Texas. 1/
- Dallas Bent Tree Bancshares, Inc., Irving, Texas, extension of time to February 21, 1984, within which to acquire Las Colinas Bank, National Association, Irving, Texas, a proposed new bank. 1/
- Dallas Central Bancshares, Inc., San Angelo, Texas, extension of time to March 2, 1984, within which to acquire Central National Bank of San Angelo and Central National Bank-West, both of San Angelo, Texas. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

- Dallas Landmark Financial Group, Inc., Fort Worth, Texas,
extension of time to April 21, 1984, within which
to acquire Landmark Bank of Fort Worth, Fort
Worth, Texas. 1/
- San First National Bank, Willows, California, proposed purchase
Francisco of the Orland, Greenville, Oroville, and Marysville,
California offices of Lloyds Bank California, Los Angeles,
California, under the charter and title of the former;
report to the Comptroller of the Currency on competitive
factors. 1/

1/ Application processed on behalf of the Board of Governors under
delegated authority.

ACTIONS OF THE BOARD - Continued

To Merge Pursuant to Section 18(c) of the
Federal Deposit Insurance Act

Approved

Chicago The Ripley County Bank, Osgood, Indiana, to merge
 with RCB Interim Bank, Osgood, Indiana. 1/

New York European American Bank & Trust Company, New York,
 New York, to acquire certain assets and assume
 liability to pay deposits in two branches of
 Bankers Trust Company, New York, New York. 1/

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To Establish a Domestic Branch Pursuant to
Section 9 of the Federal Reserve Act

Approved

New York Chemical Bank, New York, New York, to establish a branch
 office at Five World Trade Center, New York, New York. 1/

Kansas City The Bank of Versailles, Versailles, Missouri, to establish
 a branch facility at Highway 5 and Route 0, Laurie,
 Missouri. 1/

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To Become a Member of the Federal Reserve System
Pursuant to Section 9 of the Federal Reserve Act

Approved

Chicago RCB Interim Bank, Osgood, Indiana. 1/

San
Francisco Bank of Pleasanton, Pleasanton, California. 1/

San
Francisco Commercial Bank of Fremont, Fremont, California. 1/

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1/ Application processed on behalf of the Board of Governors under
delegated authority.

ACTIONS OF THE BOARD - ContinuedIssued Intent Not to Disapprove Change of Control
Pursuant to Change in Bank Control Act of 1978

Kansas City Not Disapproved
Fidelity Bank of Denver, Denver, Colorado. 1/

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Applications and Notifications for International
Investments and Other Actions Pursuant to Sections 25 and 25(a)
of the Federal Reserve Act and Sections 4(c)(9), 4(c)(13) and 4(c)(14)
of the Bank Holding Company Act of 1956, as amended

New York Approved
Banco de Vizcaya, Bilbao, Spain: consented to an
agreement to limit the deposit-taking activities
of a branch located in New York, New York. 1/
(1/18/84)

New York Forty-Five Day Notification Period Waived
Morgan Guaranty International Finance Corporation,
New York, New York: no objection to acquire,
directly or indirectly, additional shares of Bank
Morgan Labouchere N.V., Amsterdam, The Netherlands.

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To Form a Bank Holding Company Pursuant to Section
3(a)(1) of the Bank Holding Company Act of 1956

Richmond Approved
First Preston Bancshares of West Virginia, Inc., Terra
Alta, West Virginia, for approval to acquire 100
percent of the voting shares of The First National
Bank of Terra Alta, Terra Alta, West Virginia. 1/

Atlanta Citizens Independent Bancorp, Huntsville, Alabama, for
approval to acquire 100 percent of the voting shares
of Citizens Independent Bank, Huntsville, Alabama, a
proposed new bank. 1/

1/ Application processed on behalf of the Board of Governors under
delegated authority.

ACTIONS OF THE BOARD - Continued

Atlanta	Gulf National Bancorp, Inc., Lake Charles, Louisiana, for approval to acquire at least two-thirds of the voting shares of Gulf National Bank at Lake Charles, Lake Charles, Louisiana. <u>1/</u>
Chicago	Potomac Bancorp, Inc., Springfield, Illinois, for approval to acquire 100 percent of the voting shares of Goodwine State Bank, Potomac, Illinois. <u>1/</u>
St. Louis	Farmers Holding Company, Jacksonville, Illinois, for approval to acquire 100 percent of the voting shares of the successor by merger to The Farmers State Bank and Trust Company, Jacksonville, Illinois. <u>1/</u>
St. Louis	First Charlestown Corporation, Charlestown, Indiana, for approval to acquire 100 percent of the voting shares of The First National Bank of Clark County, Charlestown, Indiana. <u>1/</u>
St. Louis	First Paragould Bankshares, Inc., Paragould, Arkansas, for approval to acquire 100 percent of the voting shares of the successor by merger to First National Bank, Paragould, Arkansas. <u>1/</u>
Minneapolis	First Harvey Bancorporation, Inc., Harvey, North Dakota, for approval to acquire 100 percent of the voting shares of First State Bank of Harvey, Harvey, North Dakota. <u>1/</u>
Minneapolis	Henderson Bancorporation, Inc., Henderson, Minnesota, for approval to acquire 100 percent of the voting shares of The Sibley County Bank, Henderson, Minnesota. <u>1/</u>
Minneapolis	Herman First National Agency, Inc., Herman, Minnesota, for approval to acquire at least 88 percent of the voting shares of The First National Bank of Herman, Herman, Minnesota. <u>1/</u>
Kansas City	ASB Corporation, Tulsa, Oklahoma, for approval to acquire at least 80 percent of the voting shares of American State Bank, Tulsa, Oklahoma. <u>1/</u>
Kansas City	NCB Inc., Englewood, Colorado, for approval to acquire 100 percent of the voting shares of The National City Bank of Denver, Denver, Colorado. <u>1/</u>

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

- Kansas City Security Lawton Bancshares, Inc., Lawton, Oklahoma, for approval to acquire 100 percent of the voting shares of The Security Bank & Trust Company, Lawton, Oklahoma. 1/
- San Francisco Financial Center Bancorp, San Francisco, California, for approval to acquire 100 percent of the voting shares of The Financial Center Bank, N.A., San Francisco, California, a proposed new bank. 1/
- San Francisco Mission-Valley Bancorp, Fremont, California, for approval to acquire 100 percent of the voting shares of Bank of Pleasanton, Pleasanton, California, a proposed new bank and Commercial Bank of Fremont, Fremont, California, a proposed new bank. 1/

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To Expand a Bank Holding Company Pursuant to Section 3(a)(3) of the Bank Holding Company Act of 1956

- Chicago Approved
FIRST FREEPORT CORPORATION, Freeport, Illinois, for approval to acquire at least 80 percent or more of the voting shares of Mount Carroll National Bank, Mount Carroll, Illinois, and at least 90 percent of STOCKTON BANCORP, INC., Stockton, Illinois, and indirectly 89.77 percent of The First National Bank of Stockton, Stockton, Illinois,, and at least 90 percent of WARREN BANCORP, INC., Warren, Illinois, and indirectly 35.33 percent of Citizens Bank and Trust Company, Warren, Illinois. 1/
- Chicago Firststar Corporation, Appleton, Wisconsin, for approval to acquire 100 percent of the voting shares of State Bank of Green Valley, Green Valley, Wisconsin.
- Chicago Riverdale Bancorporation, Inc., Riverdale, Illinois, for approval to acquire at least 80 percent or more of the voting shares of Heritage/Glenwood Bank, Glenwood, Illinois. 1/
- Kansas City First Frederick Corporation, Frederick, Oklahoma, for approval to acquire at least 99.96 percent of the voting shares of First National Bank in Hobart, Hobart, Oklahoma. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

- Dallas Commercial Bancshares, Inc., Houston, Texas, for approval to acquire at least .378 percent of the voting shares of Park Tower National Bank, Houston, Texas. 1/
- Dallas Rio Grande Bancshares, Inc., Las Cruces, New Mexico, for approval to acquire at least 80 percent of the voting shares of First State Bank of Silver City, Silver City, New Mexico, a proposed new bank. 1/

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To Expand a Bank Holding Company Pursuant to Section 4(c)(8) of the Bank Holding Company Act of 1956

- Withdrawn
- San Francisco TRABANC, Salt Lake City, Utah, notification of intent to engage in de novo activities (in the leasing of personal property and related activities normally incidental thereto) at 107 South Main Street, Salt Lake City, Utah, serving Utah, Idaho and Wyoming, through its subsidiary, TRALEASE (1/20/84)
- Approved
- New York Citicorp, New York, New York, for approval to acquire through its wholly-owned subsidiary, Citicorp Person-to-Person, Inc., the successor by supervisory conversion-merger to First Federal Savings and Loan Association of Chicago, Chicago, Illinois.
- New York Citicorp, New York, New York, for approval to acquire through its wholly-owned subsidiary, Citicorp Person-to-Person, Inc., the successor by supervisory conversion-merger to New Biscayne Federal Savings and Loan Association, Miami, Florida.
- Minneapolis Herman First National Agency, Inc., Herman, Minnesota, for approval to continue to engage in general insurance agency activities in a community with a population not exceeding 5,000. 1/

1/ Application processed on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

- Permitted
- Boston Fleet Financial Group, Inc., Providence, Rhode Island, notification of intent to engage in de novo activities ((i) consumer finance; (ii) insurance agency for the sale of credit life and credit accident and health insurance related to an extension of credit) at 17924 South Halsted, Homewood, Illinois, the service area will be the Illinois counties of Champaign, Coles, southern one-half of Cook, De Witt, Douglas, Edgar, Ford, Grundy, Iroquois, Kankakee, Kendall, LaSalle, Livingston, Logan, McLean, Macon, Moultrie, Piatt, Vermilion, and Will, through its subsidiary, Fleet Mortgage Corp. (a Rhode Island corporation) (1/19/84) 3/
- New York Citicorp, New York, New York, requests permission to expand the activities of an existing office to include the following activities (the making or acquiring of loans and other extensions of credit, secured or unsecured, for consumer and other purposes) at 219 Perimeter Center Parkway, Atlanta, Georgia, through its subsidiary, Citicorp Acceptance Company, Inc. (1/18/84) 3/
- Philadelphia CoreStates Financial Corp., Philadelphia, Pennsylvania, notification of intent to engage in de novo activities (in the origination of FHA, VA and conventional residential mortgage loans and second mortgage loans) at The Office Center at Princeton Meadows, Plainsboro, New Jersey, serving the States of New Jersey, New York and Pennsylvania; Suite 1110 Bedford Executive Office Park, One Executive Park Drive, Bedford, New Hampshire, serving the States of New Hampshire and Massachusetts; One Hollis Street, Wellesley, Massachusetts, serving the States of Massachusetts and New Hampshire and Intersection of S. 336th Street and Pacific Highway South (within a 5-mile radius thereof) Federal Way, Washington, serving the State of Washington, through its subsidiary, Colonial Mortgage Service Company Associates, Inc. (1/20/84) 3/
- Philadelphia CoreStates Financial Corp, Philadelphia, Pennsylvania, notification of intent to engage in de novo activities (in commercial finance and factoring activities including the solicitation and making of loans to businesses and corporations secured by accounts receivable, inventory, equipment and/or other assets

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

and the factoring of accounts receivable) at 6520 Powers Ferry Road, Atlanta, Georgia, serving the State of Georgia, through its subsidiary, Congress Financial Corporation (Southern) (1/19/84) 3/

Cleveland

PNC Financial Corp, Pittsburgh, Pennsylvania, notification of intent to engage in de novo activities (providing securities credit activities pursuant to the Board's Regulation T, 12 C.F.R., Part 20, and incidental activities such as offering custodial services, individual retirement accounts, and cash management services) the de novo activity would be provided on a nationwide basis, through its subsidiary, BHC Securities, Inc. (1/19/84) 3/

Richmond

Maryland National Corporation, Baltimore, Maryland, notification of intent to engage in de novo activities (leasing personal property including, but not limited to, the leasing of various types of equipment, machinery, vehicles, transportation equipment, and data processing equipment and including conditional sales contracts and chattel mortgages where the lease is the functional equivalent of an extension of credit; originating and servicing personal property leases as principal or agent; buying, selling and otherwise dealing in personal property lease contracts as principal or agent; acting as adviser in personal property leasing transactions; engaging in the sale, as agent or broker, of insurance similar in form and intent to credit life and/or mortgage redemption insurance; engaging generally in the business of leasing real property where the lease is the functional equivalent of an extension of credit; originating real property leases as principal or agent; servicing real property leases for affiliated or nonaffiliated individuals, partnerships, corporations or other entities; buying, selling and otherwise dealing in real property leases as principal, agent or broker; acting as adviser in real property leasing transactions; engaging generally in commercial loans and other extensions of credit to commercial enterprises; and acting as adviser or broker in commercial lending transactions) at 66 Bovet Road, San Mateo, California, through its subsidiary, Maryland National Leasing Corporation (1/18/84) 3/

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the the Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

- Richmond Sovran Financial Corporation, Norfolk, Virginia, (formerly Virginia National Bankshares, Inc., Norfolk, Virginia), notification of intent to engage in de novo activities (making direct consumer installment loans, secured and unsecured to individuals; purchasing consumer installment sales finance contracts; extending direct loans to dealers for the financing of inventory [floor planning] and working capital purposes; making, acquiring and servicing, for its own account or for the account of others, loans secured principally by mortgages on real property; and acting as agent for the sale of credit life and credit accident and health insurance and physical damage insurance) at 6315 Backlick Road, Springfield, Virginia, through a subsidiary, Sovran Credit Corporation (1/21/84) 3/
- Chicago First Wisconsin Corporation, Milwaukee, Wisconsin, notification of intent to engage in de novo activities (in providing securities brokerage services, related securities credit activities pursuant to the Federal Reserve Board's Regulation T, and incidental activities such as offering custodial services and individual retirement accounts) serving the States of Wisconsin, Illinois, Michigan, Minnesota, Iowa, Arizona and Florida (1/15/84) 3/
- Chicago FOUR SEASONS OF WIS., INC., Manawa, Wisconsin, notification of intent to engage in de novo activities (in the sale of general insurance in a community with a population not exceeding 5,000) the geographic area to be served will be the community of Manawa, Wisconsin, and the surrounding rural area (1/16/84) 3/
- Chicago Jefferson Holding Corp., Chicago, Illinois, notification of intent to engage in de novo activities (in commercial lending activities, specifically, participating in loans made by Jefferson State Bank, Chicago, Illinois, when such commercial lending activities exceed Jefferson State Bank's lending limits) these activities will be conducted in the City of Chicago, and its surrounding metropolitan area (1/15/84) 3/

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

- St. Louis Mid-America Bancorp, Louisville, Kentucky, notification of intent to engage in de novo activities (in the activities of making consumer loans and second mortgage loans) in Columbus, Ohio, and three offices located in Cincinnati, Ohio, serving the Cincinnati, Ohio and Columbus, Ohio Standard Metropolitan Statistical Areas, through its subsidiary, Mid-America Financial Services, Inc. (d/b/a America Consumer Finance Company) (1/18/84) 3/
- Minneapolis First Bank System, Inc., Minneapolis, Minnesota, notification of intent to relocate de novo activities (in mortgage banking activities, including the origination, purchase, sale, brokering and servicing of real estate mortgage loans) from Minneapolis, Minnesota to 2610 University Avenue, St. Paul, Minnesota, serving markets located throughout the United States, through its subsidiary, FBS Mortgage Corporation (1/20/84) 3/
- Dallas Texas Bancorp Shares, Inc., San Antonio, Texas, notification of intent to engage in de novo activities (in fee-basis financial planning and investment advice in the San Antonio, Texas area) through its subsidiary, Texas Bancorp Financial Advisors, Inc. (1/19/84) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activities of making or acquiring for its own account or for the account of others, loans or other extensions of credit such as would be made or acquired by a mortgage company, servicing such loans and other extensions of credit for itself and others, and arranging commercial real estate equity financing) at 2049 Century Plaza, Suite 3060, Los Angeles, California, serving the entire State of California, through its subsidiary, BA Mortgage and International Realty Corporation (a Delaware corporation) (1/21/84) 3/
- San Francisco BankAmerica Corporation, San Francisco, California, notification of intent to engage in de novo activities (in the activities of securities brokerage, consisting principally of buying and selling securities solely upon the order and for the account of customers, and of extending margin credit in conformity with Regulation T) at 1515 Ringling Boulevard, #800, Sarasota, Florida,

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the Board of Governors under delegated authority.

ACTIONS OF THE BOARD - Continued

serving all fifty States and the District of Columbia,
through its subsidiary, Charles Schwab & Co., Inc.
(1/17/84) 3/

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Redemption of Shares

	<u>Approved</u>
Chicago	Bankmanagers Corp., Milwaukee, Wisconsin. <u>1/</u>
Dallas	Reagan Bancshares, Inc., Big Lake, Texas. <u>1/</u>

3/ 4(c)(8) notification processed by Reserve Bank on behalf of the
Board of Governors under delegated authority.

APPLICATIONS RECEIVEDTo Merge Pursuant to Section 18(c) of the
Federal Deposit Insurance Act

New York Central Trust Company, Rochester, New York. To acquire the assets and liabilities of one branch in Oakdale, New York, of Liberty National Bank, Buffalo, New York. 2/

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To Establish a Domestic Branch Pursuant to Section 9
of the Federal Reserve Act

New York Manufacturers and Traders Trust Company, Buffalo, New York. To establish a branch at Broadway Market, 999 Broadway, Buffalo, New York. 2/

Richmond Union Trust Company of Maryland, Baltimore, Maryland. To establish a branch at 6225 North Charles Street, Baltimore County, Maryland. 2/

Richmond Bank of Virginia, Richmond, Virginia. To establish a CBCT facility at 8900 Patterson Avenue, Henrico County, Virginia. 2/

Atlanta Sun Bank of Ocala, Ocala, Florida. To establish a branch located at State Road 200, .2 mile west of Interstate 75, Unicorporated (Ocala P.O.), Marion County, Florida. 2/

New York Manufacturers Hanover Trust Company, New York, New York. To establish an offsite electronic facility to be located within the Delta Airlines Terminal Building - "Delta Flight Center Laguardia" in Laguardia Airport, Flushing, Queens, New York. 2/

New York The Bank of New York, New York, New York. To establish an offsite electronic facility at Reader's Digest Association, Inc., Leonard Park Office Plaza, Building #3, 100 South Bedford Road, Village of Mount Kisco, Westchester County, New York. 2/

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED - Continued

Applications and Notifications for International
Investments and Other Actions Pursuant to Sections 25 and 25(a)
of the Federal Reserve Act and Sections 4(c)(9), 4(c)(13) and 4(c)(14)
of the Bank Holding Company Act of 1956, as amended

New York	Citibank, N.A., New York, New York: requests consent to continue to hold shares of The Mercantile Bank of Canada, Montreal, Quebec, Canada after Mercantile establishes a New York licensed agency.
New York	Hill Samuel Group PLC, London, England, requests consent to acquire up to 100 percent of a U.S. insurance broker.
San Francisco	Bank of America N.T. & S.A., San Francisco, California, requests consent to expand the authority for its indirect merchant banking subsidiaries, Bank of America International, Ltd., London, England; BA Asia Ltd., Hong Kong; and BA Australia, Ltd., Sydney, Australia, to underwrite and distribute equity securities and 50 percent of issuer's equity capital.

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To Form a Bank Holding Company Pursuant to Section
3(a)(1) of the Bank Holding Company Act of 1956

Boston	NTC Corp., Nashua, New Hampshire, for approval to acquire 100 percent of the voting shares of Nashua Trust Company, Nashua, New Hampshire. <u>2/</u>
New York	First State Bancorp, Howell Township, New Jersey, for approval to acquire at least 90 percent of the voting shares of Howell State Bank, Howell Township, New Jersey. <u>2/</u>
Philadelphia	FNT Bancorp, Sunbury, Pennsylvania, for approval to acquire 100 percent of the voting shares of First National Trust Bank, Sunbury, Pennsylvania. <u>2/</u>
Cleveland	LCB Bancorp, Inc., Elyria, Ohio, for approval to acquire 100 percent of the voting shares of Lorain County Savings & Trust Co., Elyria, Ohio. <u>2/</u>

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED - Continued

Atlanta	Southland Bank Corp., Butler, Georgia, for approval to acquire 100 percent of the voting shares of Citizens State Bank, Butler, Georgia and 13.13 percent of the voting shares of Coffee County Bank, Douglas, Georgia. <u>2/</u>
Atlanta	Teche Bancshares, Inc., St. Martinville, Louisiana, for approval to acquire 100 percent of the voting shares of Teche Bank & Trust Co., St. Martinville, Louisiana. <u>2/</u>
Atlanta	United Security Bancshares, Inc., Canton, Georgia, for approval to acquire at least 91.1 percent of the voting shares of United Security Bank, Sparta, Georgia. <u>2/</u>
Chicago	Bezanson Corporation, Cedar Rapids, Iowa, for approval to acquire at least 82 percent of the voting shares of JEFECO, Inc., Cedar Rapids, Iowa, and indirectly acquire City National Bank of Cedar Rapids, Cedar Rapids, Iowa. <u>2/</u>
Chicago	Minier Financial, Inc., Minier, Illinois, for approval to acquire 100 percent of the voting shares of First Farmers State Bank of Minier, Minier, Illinois. <u>2/</u>
Chicago	ORION BANCORPORATION, INC., Orion, Illinois, for approval to acquire 100 percent of the voting shares of State Bank of Orion, Orion, Illinois. <u>2/</u>
Chicago	West Bancorporation, West Des Moines, Iowa, for approval to acquire 100 percent of the voting shares of West Des Moines State Bank, West Des Moines, Iowa. <u>2/</u>
St. Louis	Farmers Bancorp of Sturgis, Inc., Sturgis, Kentucky, for approval to acquire at least 80 percent of the voting shares of Farmers State Bank, Sturgis, Kentucky. <u>2/</u>
St. Louis	Mega Bancshares, Inc., St. Louis, Missouri, for approval to acquire 100 percent of the voting shares of Santa Ana Bancorp, Inc., St. Ann, Missouri and indirectly 98.75 percent of the voting shares of Bank of St. Ann, St. Ann, Missouri and 100 percent of the voting shares of Woods Mill-Forty Bank, Town and Country, Missouri. <u>2/</u>

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED - Continued

St. Louis	Moscow Bancshares, Inc., Moscow, Tennessee, for approval to acquire at least 100 percent of the voting shares of the successor by merger to Moscow Savings Bank, Moscow, Tennessee. <u>2/</u>
St. Louis	Second Illinois Bancorp, Inc., Manchester, Missouri, for approval to acquire at least the designated voting shares: 88.16 percent of First Bank and Trust Company in Greenville, Greenville, Illinois; 90.67 percent of The Farmers and Merchants Bank of Vandalia, Vandalia, Illinois; 84.26 percent of First National Holding Corporation of O'Fallon, O'Fallon, Illinois, which holds 83.30 percent of First Bank and Trust Company of O'Fallon, O'Fallon, Illinois. <u>2/</u>
Minneapolis	The Merchants Holding Company, Winona, Minnesota, for approval to acquire 100 percent of the voting shares of Merchants National Bank of Winona, Winona, Minnesota. <u>2/</u>
Dallas	Herring Bancorp, Inc., Vernon, Texas, for approval to acquire at least 80 percent of the voting shares of The Herring National Bank of Vernon, Vernon, Texas. <u>2/</u>
Dallas	Kiamichi Bancshares, Inc., Hugo, Oklahoma, for approval to acquire at least 80 percent of the voting shares of Citizens State Bank, Hugo, Oklahoma. <u>2/</u>
Dallas	Tensas Bancshares, Inc., Newellton, Louisiana, for approval to acquire at least 80 percent of the voting shares of Tensas State Bank, Newellton, Louisiana. <u>2/</u>
San Francisco	ENB Holding Company, Escondido, California, for approval to acquire at least 80 percent of the voting shares of Escondido National Bank, Escondido, California. <u>2/</u>
San Francisco	HNB Financial Group, Huntington Beach, California, for approval to acquire 100 percent of the voting shares of the successor by merger to Huntington National Bank, Huntington Beach, California. <u>2/</u>

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2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED - ContinuedTo Expand a Bank Holding Company Pursuant to Section
3(a)(3) of the Bank Holding Company Act of 1956

Boston	United Vermont Bancorporation, Rutland, Vermont, for approval to acquire at least 99 percent of the voting shares of First Twin-State Bank, White River Junction, Vermont. <u>2/</u>
Atlanta	Trust Company of Georgia, Atlanta, Georgia, for approval to acquire 100 percent of the voting shares of F.N.B.I.W. Financial Corporation and indirectly First National Bank in Waycross, both of Waycross, Georgia. <u>2/</u>
Chicago	Banks of Iowa, Inc., Des Moines, Iowa, for approval to acquire at least 90 percent of the voting shares of Commercial Trust and Savings Bank, Charles City, Iowa. <u>2/</u>
Chicago	The Baraboo Bancorporation, Inc., Baraboo, Wisconsin, for approval to acquire at least 80 percent of the voting shares of Green Lake State Bank, Green Lake, Wisconsin. <u>2/</u>
Chicago	Norris Bancorp, Inc., Saint Charles, Illinois, for approval to acquire at least 80 percent of the voting shares of First National Bank of Batavia, Batavia, Illinois. <u>2/</u>
Kansas City	Clark Bancshares Inc., Clarks, Nebraska, for approval to acquire 51 percent of the voting shares of Tereco, Inc., Silver Creek, Nebraska and indirectly Farmers State Bank, Silver Creek, Nebraska. <u>2/</u>
Kansas City	Kansas Bancorp II, Inc., Concordia, Kansas, for approval to acquire 100 percent of the nonvoting preferred shares of First Glasco Bancshares, Inc., Glasco, Kansas and indirectly First National Bank of Glasco, Glasco, Kansas. <u>2/</u>
Dallas	First Bancorporation of Cleveland, Inc., Cleveland, Texas, for approval to acquire 100 percent of the voting shares of First National Bank of Atascocita, Humble, Texas, a proposed new bank. <u>2/</u>

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2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED - ContinuedTo Expand a Bank Holding Company Pursuant to Section
3(a)(5) of the Bank Holding Company Act of 1956

Atlanta Southern Bancshares, Inc., Atlanta, Georgia, for approval to merge with F.N.B.I.W. Financial Corporation, Waycross, Georgia and indirectly acquire First National Bank in Waycross, Waycross, Georgia. 2/

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To Expand a Bank Holding Company Pursuant to Section
4(c)(8) of the Bank Holding Company Act of 1956

Boston Old Stone Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (in the origination, sale and servicing of second mortgage loans; the sale of credit life and credit accident and health insurance, which, pursuant to concurrent approval shall be underwritten by an affiliated bank holding company subsidiary, The Motor Life Insurance Company) these activities would be conducted in the City of Memphis, Tennessee, through its indirect subsidiary, UniMortgage Corporation of TN and the American Standard Insurance Agency, Inc. (1/18/84)

Boston Old Stone Corporation, Providence, Rhode Island, notification of intent to engage in de novo activities (in the underwriting of credit life and credit accident and health insurance written in connection with extensions of credit by an affiliated bank holding company subsidiary, UniMortgage Corporation of TN) this activity would be conducted in the State of Tennessee, through its indirect subsidiary, The Motor Life Insurance Company (1/24/84)

Philadelphia Bank of Delaware Corporation, Wilmington, Delaware, notification of intent to engage in de novo activities (in consumer and commercial finance activities, including the purchase of retail installment contracts and second mortgages, the extension of direct loans to dealers for the financing of inventory [floor planning] and working capital purposes and acting as agent for placement of life, accident and health insurance related to its extensions of credit) these activities would be conducted in the Commonwealth of Pennsylvania, through its subsidiary, R & R Acceptance, Inc. (1/20/84)

2/ Application subject to Community Reinvestment Act. The Community Affairs Officer of the applicable Reserve Bank may be contacted as to the length of the comment period.

APPLICATIONS RECEIVED - Continued

St. Louis	First Kentucky National Corporation, Louisville, Kentucky, notification of intent to engage in <u>de novo</u> activities (in processing bank and sales slips, airline tickets and remittances) in Dallas, Texas, through its subsidiary, NPC of Arizona, Inc. (1/16/84)
St. Louis	Mega Bancshares, Inc., St. Louis, Missouri, for approval to engage in insurance agency business presently conducted by Santa Ana Bancorp, Inc. d/b/a Santa Ana Agency, St. Ann, Missouri.
St. Louis	Republic Bancorp, Inc., Louisville, Kentucky, notification of intent to engage in <u>de novo</u> activities (in providing data processing and data transmission services, facilities [including data processing documentation and operating personnel]) at 2801 Bardstown Road, Louisville, Kentucky, serving the Metropolitan Louisville, Jefferson County, Kentucky area and surrounding counties, through its subsidiary, Eagle Processing, Inc. (1/16/84)
Minneapolis	The Merchants Holding Company, Winona, Minnesota, for approval to engage in leasing activities.
Kansas City	A.S.B. Bancshares, Inc., Archie, Missouri, for approval to engage, through a subsidiary corporation, in the sale of general insurance, except life insurance and annuities, in the counties of Cass and Bates and surrounding areas in the State of Missouri.
Kansas City	Clark Bancshares Inc., Clarks, Nebraska, for approval to engage in general insurance agency activities in a town with a population of less than 5,000.
Kansas City	Metrobank Corp., Denver, Colorado, notification of intent to engage in <u>de novo</u> activities (as agent for the sale of credit life and accident and health insurance as permitted by Colorado State law) these activities would be conducted in the State of Colorado, through its subsidiary, Metro Insurance Corporation (1/16/84)
Kansas City	Union Bancshares, Inc., Wichita, Kansas, notification of intent to engage in <u>de novo</u> activities (the making of consumer and commercial leases in accordance with the Board's Regulation Y) these activities would be conducted in the State of Kansas, through its subsidiary, UBI Leasing, Inc. (1/16/84)

APPLICATIONS RECEIVED - Continued

- Kansas City Union Bancshares, Inc., Wichita, Kansas, notification of intent to engage in de novo activities (in the making or acquiring for its own account, or to be packaged and sold to others, mortgage loans, such as would be made or acquired by a mortgage banking company; it would also from time to time provide construction lending) these activities will be conducted in the State of Kansas, through its subsidiary, UBI Mortgage Banking, Inc. (1/16/84)
- Dallas Citizens-Texas Banc Shares, Inc., Buffalo, Texas, notification of intent to engage in de novo activities (in mortgage company activities, including the origination and acquisition of single family, multi-family and commercial loans, the sale of loans on secondary markets and the servicing of real estate loans) these activities would be conducted in central Texas, through its subsidiary, Citizens Diversified Mortgages, Inc. (1/16/84)
- San Francisco Alaska Pacific Bancorporation, Anchorage, Alaska, notification of intent to engage in de novo activities (said activities of All Coast Financial, Inc., consisting of the wholesale origination and servicing of long-term single family mortgage loans with whole loan and participation sales to the secondary mortgage markets; All Coast Financial Services, Inc., will engage only in trustee services required for trust deeds originated by All Coast Financial, Inc.) such activities will be conducted in the city of San Diego, California, and the city of Santa Ana, California, serving the United States, through two second tier subsidiaries, All Coast Financial, Inc. and All Coast Financial Services, Inc. (1/19/84)
- San Francisco Business Bancorp, San Jose, California, notification of intent to engage in de novo activities (in leasing activities with respect to personal property and equipment and real property in accordance with the Board's Regulation Y) these activities will be conducted in the United States (1/16/84)
- San Francisco Empire Bancorp, Rancho Cucamonga, California, notification of intent to engage in de novo activities (acting as and performing the function of an escrow agent in San Bernardino and Los Angeles counties and the surrounding areas) at 213 East Badillo Street, Covina, California, through its subsidiary, Haven Escrow Company, Inc. (1/18/84)

APPLICATIONS RECEIVED - Continued

San Francisco	Puget Sound Bancorp, Tacoma, Washington, for approval to engage in the nonbanking activities of (1) arranging equity financing for income-producing real properties, and (2) acting as an investment or financial advisor to the extent of providing portfolio investment advice through its direct subsidiary, Washington Mortgage Corporation, Seattle, Washington.
San Francisco	Security Pacific Corporation, Los Angeles, California, for approval to acquire through its subsidiary, Security Pacific Business Credit, Inc., all of the factoring assets of Citicorp Industrial Credit, Inc., Harrison, New York; Citicorp Business Credit, Inc., New York, New York; and Citibank, N.A., New York, New York.
San Francisco	Union Bancorp, Los Angeles, California and its parent holding companies (Standard Chartered Overseas Holdings, Ltd. and Standard Chartered Bank PLC, both of London, England), notification of intent to engage in <u>de novo</u> activities (in making or acquiring for its own account or for the account of others; loans, leases and other extensions of credit such as would be made by a consumer finance company including, but not limited to, the extension of direct loans to dealers for the financing of inventory [floor planning] and working capital purposes, and servicing such loans and leases for others) at 445 South Figueroa Street, Los Angeles, California, serving potential customers throughout the country, through its subsidiary, StanChart Consumer Credit (1/20/84)
San Francisco	Valley Capital Corporation, Las Vegas, Nevada, notification of intent to engage in <u>de novo</u> activities (in acting as an investment or financial advisor by providing portfolio investment advice to any other person for investments in real property; and provide for its own account and for the account of others, loans and other extensions of credit, in accordance with the Board's Regulation Y) these activities would be conducted from the main branch and branch offices of Valley Bank of Nevada serving the entire State of Nevada, through its subsidiary, Valley Capital Mortgage Company, Inc. ((1/19/84)

APPLICATIONS RECEIVED - Continued

San
Francisco

Valley Capital Corporation, Las Vegas, Nevada, notification of intent to engage in de novo activities (providing data processing and data transmission services, data bases or facilities [including data processing and data transmission hardware, software, documentation and operating personnel] for the internal operations of the holding company or its subsidiaries; and providing to others data processing and transmission services, facilities, data bases or access to such services, facilities, or data bases by any technologically feasible means, in accordance with the Board's Regulation Y) these activities would be conducted from the main branch and operations office of Valley Bank of Nevada serving the entire State of Nevada, through its subsidiary, Valley Computer Corporation (1/19/84)

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REPORTS RECEIVED

None.

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PETITIONS FOR RULEMAKING

None.